| Fill in this information to identify the case: | | | | | | | |
|---|-----------------------------------|--|--|--|--|--|--|
| Debtor Name PG&E Corporation and Pacific Gas and Electric Company | | | | | | | |
| United States Bankruptcy Court for the: Northern Francisco Division | District of <u>California San</u> | | | | | | |
| | (State) | | | | | | |
| Case number: 19-30088 (DM) | | | | | | | |

Official Form 426

Periodic Report Regarding Value, Operations, and Profitability of Entities in Which the Debtor's Estate Holds a Substantial or Controlling Interest

12/17

This is the *Periodic Report* as of March 31, 2019 and December 31, 2018 on the value, operations, and profitability of those entities in which PG&E Corporation and Pacific Gas and Electric Company (collectively, the "Debtors") individually or collectively hold a substantial or controlling interest (a "Controlled Non-Debtor Entity"), as required by Bankruptcy Rule 2015.3.

The Debtors hold a substantial or controlling interest in the following entities:

| Name of Controlled Non-Debtor Entity | Interest of the Debtor | Tab # |
|--------------------------------------|------------------------|-------|
| See Exhibit A-4 | | |
| | | |
| | | |

This *Periodic Report* contains separate reports (*Entity Reports*) on the value, operations, and profitability of each Controlled Non-Debtor Entity.

Each Entity Report consists of five exhibits.

Exhibit A contains the most recently available: balance sheet, statement of income (loss), statement of cash flows, and a statement of changes in shareholders' or partners' equity (deficit) for the period covered by the Entity Report, along with summarized footnotes.

Exhibit B describes the Controlled Non-Debtor Entity's business operations.

Exhibit C describes claims between the Controlled Non-Debtor Entity and any other Controlled Non-Debtor Entity.

Exhibit D describes how federal, state or local taxes, and any tax attributes, refunds, or other benefits, have been allocated between or among the Controlled Non-Debtor Entity and any Debtor or any other Controlled Non-Debtor Entity and includes a copy of each tax sharing or tax allocation agreement to which the Controlled Non-Debtor Entity is a party with any other Controlled Non-Debtor Entity.

Exhibit E describes any payment, by the Controlled Non-Debtor Entity, of any claims, administrative expenses or professional fees that have been or could be asserted against any Debtor, or the incurrence of any obligation to make such payments, together with the reason for the entity's payment thereof or incurrence of any obligation with respect thereto.

This Periodic Report must be signed by a representative of the trustee or debtor in possession.

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

page 1

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 1 of

Debtor Name PG&E Corporation; Pacific Gas and Electric Company Case number 19-30088 (DM)

The undersigned, having reviewed the Entity Reports for each Controlled Non-Debtor Entity, and being familiar with the Debtors' financial affairs, verifies under the penalty of perjury that to the best of his or her knowledge, (i) this Periodic Report and the attached Entity Reports are complete, accurate, and truthful to the best of his or her knowledge, and (ii) the Debtors did not cause the creation of any entity with actual deliberate intent to evade the requirements of Bankruptcy Rule 2015.3

| For non-individual Debtors: | /s/ DAVID S. THOMASON Signature of Authorized Individual David S. Thomason, Vice President, | |
|--------------------------------|--|--------------------------|
| | Controller, PG&E Corporation | |
| | Vice President, Chief Financial Officer and Controller, Pacific Gas and Electric Company | |
| | Printed name of Authorized Individual | |
| | Date <u>05/03/2019</u> MM/ DD /YYYY | |
| For individual Debtors: | × | × |
| | Signature of Debtor 1 | Signature of Debtor 2 |
| | Printed name of Debtor 1 | Printed name of Debtor 2 |
| | DateMM/_DD_/YYYY | Date |
| | | |

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 2 of

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability



Exhibit A: Financial Statements

General

On January 29, 2019, PG&E Corporation (the "Corporation") and its subsidiary, Pacific Gas and Electric Company (the "Utility") (together with the Corporation, the "Debtors"), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the U.S. Bankruptcy Court for the Northern District of California (the "Bankruptcy Court"). The Corporation's and the Utility's Chapter 11 cases are being jointly administered under the caption In re: PG&E Corporation and Pacific Gas and Electric Company, Case No. 19-30088 (DM) (the "Chapter 11 Cases"). The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in either of the Chapter 11 Cases.

On February 12, 2019, the United States Trustee (the "U.S. Trustee") appointed an Official Committee of Unsecured Creditors. On February 15, 2019, the U.S. Trustee appointed an Official Committee of Tort Claimants.

Condensed Statements

The condensed financial statements and supplemental information contained herein are unaudited, preliminary, and may not comply with generally accepted accounting principles in the United States of America ("U.S. GAAP") in all material respects. Information is presented on the same basis as it is aggregated into the consolidated results of the Corporation and the Utility; however, such presentation may not be appropriate for each entity on a stand-alone basis.

The unaudited condensed financial statements presented in this Periodic Report have been derived from the books and records of the Controlled Non-Debtor Entities. This information, however, has not been subject to procedures that would typically be applied to financial information presented in accordance with U.S. GAAP, and upon the application of such procedures, the Debtors and the Controlled Non Debtor Entities believe that the financial information could be subject to changes, and these changes could be material. The information furnished in this Periodic Report includes primarily normal recurring adjustments, but does not include all of the adjustments that would typically be made in accordance with U.S. GAAP. The results of operations contained herein are not necessarily indicative of results which may be expected from any other period or for the full year and may not necessarily reflect the results of operations of the Controlled Non-Debtor Entities in the future.

The Debtors prepare their Statements of Cash Flows and Statements of Shareholder's Equity solely on a consolidated basis; preparation of such statements on a stand-alone basis for each of the Controlled Non-Debtor Entities would require undue hardship. Accordingly, Statements of Cash Flows and Statements of Shareholder's Equity for the Controlled Non-Debtor Entities have been omitted.

Intercompany Transactions

Receivables and payables between the Controlled Non-Debtor Entities and Debtors and/or among the Controlled Non-Debtor Entities have not been eliminated. No conclusion as to the legal obligation related to these intercompany transactions is made by the presentation herein.

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

page 3

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 3 of

PG&E Corporation; Pacific Gas and Electric Company Case number 19-30088 (DM) **Debtor Name**

Valuation

The valuation information provided herein is based on the book value of the Controlled Non-Debtor Entities (book value of assets less book value of liabilities). The Debtors do not maintain fair market value or other basis of valuation for these entities.

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 4 of

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

Exhibit A-1: Balance Sheet as of 12/31/18

Exhibit A-1 **Unaudited Balance Sheets** as of March 31, 2019

| (in ones) | PCG Capital, Inc | Pacific Energy Capital IV, LLC | PG&E Corporation Support Services, Inc. | PG&E Corporation Support Services II. Inc. | PG&E National Energy Group, LLC |
|-------------------------------------|------------------|-----------------------------------|--|---|---------------------------------------|
| Cash and Cash Equivalents | \$ — | <u> </u> | | · · | \$ — |
| Accounts Receivable | _ | _ | 1,076 | 7,830,302 | _ |
| Other Current Assets | _ | _ | _ | 31,870 | _ |
| Current Assets | _ | _ | 1,123 | 7,954,215 | _ |
| Electric | _ | _ | _ | | _ |
| Gas | _ | _ | _ | _ | _ |
| Construction Work in progress | _ | _ | _ | _ | _ |
| Other Plant in Service | _ | _ | _ | 532,020 | _ |
| Property, Plant and Equipment | | _ | _ | 532,020 | _ |
| Accumulated Depreciation | _ | _ | _ | (532,020) | _ |
| Net Property, Plant and Equipment | | _ | _ | | _ |
| Other | | _ | _ | _ | _ |
| Other Noncurrent Assets | | _ | _ | 2,125,867 | _ |
| Assets | _ | _ | 1,123 | 10,080,081 | _ |
| Accounts Payable | 10,061 | | 3,767 | 7,737,573 | |
| Income Taxes Payable | (787,788) | _ | _ | 479,523 | _ |
| Other Current Liabilities | _ | | _ | 181,470 | |
| Current Liabilities | (777,727) | _ | 3,767 | 8,803,210 | |
| Long Term Debt | | _ | _ | _ | _ |
| Regulatory Liabilities | _ | _ | _ | _ | _ |
| Deferred Income Taxes | (18,699,722) | _ | _ | _ | _ |
| Other Noncurrent Liabilities | _ | _ | _ | _ | _ |
| Noncurrent Liabilities | (18,699,722) | _ | _ | 1,728,548 | _ |
| Liabilities | (19,477,449) | _ | 3,767 | 10,531,758 | _ |
| Common Stock | 22,482,418 | _ | (811,006) | (1,478,201) | _ |
| Additional Paid-in-Capital | _ | _ | _ | _ | _ |
| Reinvested Earnings | (3,004,969) | _ | 808,362 | 1,026,524 | _ |
| Total Equity | 19,477,449 | _ | (2,644) | (451,677) | _ |
| Liabilities and Shareholders Equity | <u> </u> | s — | \$ 1,123 | \$ 10,080,081 | <u> </u> |

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 5 of

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

Exhibit A-1 **Unaudited Balance Sheets** as of March 31, 2019

| (in ones) | reka Energy Company | Mic | dway Power, LLC | Natural Gas Corporation of California | Alaska Gas Exploration Associates |
|-------------------------------------|------------------------|-----|--------------------|---|---|
| Cash and Cash Equivalents | \$ | \$ | _ | \$ | \$ - |
| Accounts Receivable | 329,511 | | _ | _ | - |
| Other Current Assets | _ | | _ | _ | - |
| Current Assets | 329,511 | | | _ | - |
| Electric | _ | | _ | _ | |
| Gas | _ | | _ | _ | - |
| Construction Work in progress | _ | | _ | _ | - |
| Other Plant in Service | _ | | _ | _ | - |
| Property, Plant and Equipment | _ | | _ | _ | |
| Accumulated Depreciation | _ | | _ | _ | - |
| Net Property, Plant and Equipment | _ | | _ | _ | _ |
| Other | 3,706,965 | | 4,438,677 | | - |
| Other Noncurrent Assets | 3,706,965 | | 4,438,677 | _ | - |
| Assets | 4,036,477 | | 4,438,677 | _ | - |
| Accounts Payable | 468,416 | | _ | _ | - |
| Income Taxes Payable | (77,715) | | _ | _ | - |
| Other Current Liabilities | _ | | _ | | |
| Current Liabilities | 390,701 | | _ | | - |
| Long Term Debt | | | _ | _ | - |
| Regulatory Liabilities | _ | | _ | _ | - |
| Deferred Income Taxes | _ | | _ | _ | - |
| Other Noncurrent Liabilities | _ | | _ | _ | _ |
| Noncurrent Liabilities | _ | | _ | _ | - |
| Liabilities | 390,701 | | _ | | - |
| Common Stock | 1,000 | | _ | _ | - |
| Additional Paid-in-Capital | 3,734,531 | | 26,112,410 | _ | _ |
| Reinvested Earnings | (89,755) | | (21,673,733) | _ | - |
| Total Equity | 3,645,776 | | 4,438,677 | _ | _ |
| Liabilities and Shareholders Equity | \$ 4,036,477 | \$ | 4,438,677 | \$ | \$ - |

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 6 of

Exhibit A-1 **Unaudited Balance Sheets** as of March 31, 2019

| (in ones) | Pacific Energy Fuels Company | Fuelco LLC | Standard Pacific Gas Line Incorporated | STARS Alliance LLC |
|-------------------------------------|---------------------------------|------------|--|-----------------------|
| Cash and Cash Equivalents | \$ | \$ | \$ 3,580,633 | \$ |
| Accounts Receivable | _ | _ | 78,951 | _ |
| Other Current Assets | _ | _ | _ | _ |
| Current Assets | | _ | 3,659,584 | _ |
| Electric | | | | _ |
| Gas | _ | _ | 59,285,858 | _ |
| Construction Work in progress | _ | _ | 1,788,697 | _ |
| Other Plant in Service | _ | _ | _ | _ |
| Property, Plant and Equipment | | | 61,074,554 | _ |
| Accumulated Depreciation | _ | _ | (21,486,561) | _ |
| Net Property, Plant and Equipment | | | 39,587,993 | _ |
| Other | (494,541) | | _ | _ |
| Other Noncurrent Assets | (494,541) | | _ | _ |
| Assets | (494,541) | | 43,247,577 | _ |
| Accounts Payable | (129,324) | _ | 209,097 | _ |
| Income Taxes Payable | (132,974) | _ | _ | _ |
| Other Current Liabilities | <u> </u> | | _ | |
| Current Liabilities | (262,298) | | 209,097 | _ |
| Long Term Debt | _ | _ | 28,373,639 | _ |
| Regulatory Liabilities | _ | _ | (5,830,632) | _ |
| Deferred Income Taxes | _ | _ | _ | _ |
| Other Noncurrent Liabilities | _ | _ | _ | _ |
| Noncurrent Liabilities | | | 22,543,007 | _ |
| Liabilities | (262,298) | | 22,752,104 | |
| Common Stock | 10,000 | | 1,400 | _ |
| Additional Paid-in-Capital | 4,890,952 | _ | 53,535,784 | _ |
| Reinvested Earnings | (5,133,195) | _ | (33,041,711) | _ |
| Total Equity | (232,243) | | 20,495,473 | |
| Liabilities and Shareholders Equity | \$ (494,541) | <u> </u> | \$ 43,247,577 | <u> </u> |

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 7 of

Exhibit A-1 **Unaudited Balance Sheets** as of December 31, 2018

| (in ones) | PCG Capital, Inc | Pacific Energy Capital IV, LLC | PG&E Corporation Support Services, Inc. | PG&E Corporation Support Services II. Inc. | PG&E National Energy Group, LLC |
|-------------------------------------|------------------|-----------------------------------|--|---|---------------------------------------|
| Cash and Cash Equivalents | \$ | <u> </u> | \$ 47 | \$ 92,043 | \$ |
| Accounts Receivable | _ | _ | _ | 6,637,298 | _ |
| Other Current Assets | | _ | _ | 34,233 | |
| Current Assets | | _ | 47 | 6,763,574 | _ |
| Electric | _ | _ | _ | _ | _ |
| Gas | _ | _ | _ | _ | _ |
| Construction Work in progress | _ | _ | _ | _ | _ |
| Other Plant in Service | | _ | _ | 532,020 | _ |
| Property, Plant and Equipment | | _ | _ | 532,020 | _ |
| Accumulated Depreciation | | _ | _ | (532,020) | _ |
| Net Property, Plant and Equipment | | _ | _ | _ | _ |
| Other | | _ | _ | _ | _ |
| Other Noncurrent Assets | | _ | _ | _ | _ |
| Assets | | _ | 47 | 6,763,573 | |
| Accounts Payable | 6,540 | _ | 2,691 | 6,255,447 | _ |
| Income Taxes Payable | (787,788) | _ | _ | 469,800 | |
| Current Liabilities | (781,248) | _ | 2,691 | 6,858,061 | _ |
| Long Term Debt | _ | _ | _ | _ | _ |
| Regulatory Liabilities | _ | _ | _ | _ | _ |
| Deferred Income Taxes | (18,699,722) | _ | _ | _ | _ |
| Other Noncurrent Liabilities | | _ | _ | 361,789 | |
| Noncurrent Liabilities | (18,699,722) | _ | _ | 361,789 | |
| Liabilities | (19,480,970) | _ | 2,691 | 7,219,850 | _ |
| Common Stock | 22,482,418 | _ | (811,006) | (1,455,024) | _ |
| Additional Paid-in-Capital | _ | _ | _ | _ | _ |
| Reinvested Earnings | (3,001,448) | _ | 808,362 | 998,747 | |
| Total Equity | 19,480,970 | _ | (2,644) | (456,277) | |
| Liabilities and Shareholders Equity | <u> </u> | <u> </u> | \$ 47 | \$ 6,763,573 | <u>\$</u> |

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 8 of

Exhibit A-1 **Unaudited Balance Sheets** as of December 31, 2018

| (in ones) | | eka Energy ompany | Midway Power, LLC | Natural Gas Corporation of California | Alaska Gas Exploration Associates |
|-------------------------------------|----|----------------------|----------------------|---|---|
| Cash and Cash Equivalents | \$ | | \$ | \$ | \$ - |
| Accounts Receivable | | 329,511 | _ | _ | _ |
| Other Current Assets | | _ | _ | _ | - |
| Current Assets | | 329,511 | _ | _ | _ |
| Electric | | | _ | _ | _ |
| Gas | | _ | _ | _ | _ |
| Construction Work in progress | | _ | _ | _ | - |
| Other Plant in Service | | _ | _ | _ | _ |
| Property, Plant and Equipment | | | _ | _ | |
| Accumulated Depreciation | | _ | _ | _ | - |
| Net Property, Plant and Equipment | | | _ | _ | _ |
| Other | | 3,706,965 | 4,438,677 | _ | |
| Other Noncurrent Assets | | 3,706,965 | 4,438,677 | _ | |
| Assets | | 4,036,477 | 4,438,677 | _ | |
| Accounts Payable | | 422,902 | _ | _ | |
| Income Taxes Payable | | (77,715) | _ | _ | - |
| Current Liabilities | | 345,187 | | | - |
| Long Term Debt | | | _ | _ | |
| Regulatory Liabilities | | _ | _ | _ | - |
| Deferred Income Taxes | | _ | _ | _ | - |
| Other Noncurrent Liabilities | | _ | _ | _ | - |
| Noncurrent Liabilities | · | | _ | | |
| Liabilities | | 345,187 | | | |
| Common Stock | | 1,000 | | 100,000 | |
| Additional Paid-in-Capital | | 3,734,531 | 26,112,410 | 3,037,432 | - |
| Reinvested Earnings | | (44,241) | (21,673,733) | (3,137,432) | - |
| Total Equity | | 3,691,290 | 4,438,677 | | |
| Liabilities and Shareholders Equity | \$ | 4,036,477 | \$ 4,438,677 | <u> </u> | \$ - |

Exhibit A-1 **Unaudited Balance Sheets** as of December 31, 2018

| (in ones) | Pacific Energy Fuels Company | Fuelco LLC | Standard Pacific Gas Line Incorporated | STARS Alliance LLC |
|-------------------------------------|---------------------------------|------------|--|-----------------------|
| Cash and Cash Equivalents | <u> </u> | | \$ 3,852,964 | \$ |
| Accounts Receivable | _ | _ | 394,568 | _ |
| Other Current Assets | _ | _ | _ | _ |
| Current Assets | | | 4,247,532 | _ |
| Electric | | | | _ |
| Gas | _ | _ | 59,282,551 | _ |
| Construction Work in progress | _ | _ | 1,641,783 | _ |
| Other Plant in Service | _ | _ | _ | _ |
| Property, Plant and Equipment | | | 60,924,334 | _ |
| Accumulated Depreciation | _ | _ | (21,248,929) | _ |
| Net Property, Plant and Equipment | | _ | 39,675,406 | _ |
| Other | (465,331) | | | _ |
| Other Noncurrent Assets | (465,331) | | | _ |
| Assets | (465,331) | _ | 43,922,937 | _ |
| Accounts Payable | (130,617) | _ | 619,168 | |
| Income Taxes Payable | (132,974) | _ | | _ |
| Current Liabilities | (263,590) | _ | 619,168 | _ |
| Long Term Debt | | _ | 28,373,639 | _ |
| Regulatory Liabilities | _ | _ | (5,877,537) | _ |
| Deferred Income Taxes | _ | _ | _ | _ |
| Other Noncurrent Liabilities | _ | _ | _ | _ |
| Noncurrent Liabilities | | | 22,496,102 | _ |
| Liabilities | (263,590) | | 23,115,270 | _ |
| Common Stock | 10,000 | | 1,400 | |
| Additional Paid-in-Capital | 4,890,952 | _ | 53,535,784 | _ |
| Reinvested Earnings | (5,102,693) | | (32,729,517) | |
| Total Equity | (201,741) | _ | 20,807,667 | _ |
| Liabilities and Shareholders Equity | \$ (465,331) | _ | \$ 43,922,937 | <u>s</u> |

Case: 19-30088 Doc# 1845 Filed: 05/03/19

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

Entered: 05/03/19 18:15:16 Page 10 of 22



Exhibit A-2: Statement of Income (Loss) for period ending 12/31/18

Exhibit A-2 **Unaudited Statements of Income** For the year ended March 31, 2019

| | PCG Capital, In | Pacific Energy c Capital IV, LLC | PG&E Corporation Support Services, Inc. | PG&E Corporation Support Services II, Inc. | PG&E National Energy Group, LLC |
|---|-----------------|-------------------------------------|--|---|---------------------------------------|
| Electric | \$ - | - \$ - | \$ | \$ 37,500 | \$ |
| Natural gas | | | | | |
| Total operating revenues | - | | _ | 37,500 | _ |
| Operating Expenses | | | | | |
| Cost of electricity | - | | _ | _ | _ |
| Cost of natural gas | - | | _ | _ | _ |
| Operating and maintenance | 3,52 | 1 — | _ | _ | _ |
| Depreciation, amortization, and decommissioning | | | _ | _ | _ |
| Total operating expenses | 3,52 | 1 — | _ | _ | _ |
| Operating Income (Loss) | (3,52 | | _ | 37,500 | _ |
| Interest income | - | | _ | _ | _ |
| Interest expense | - | | _ | _ | _ |
| Other income, net | - | | _ | _ | _ |
| Income (Loss) Before Income Taxes | (3,52 | 1) — | | 37,500 | |
| Income tax provision (benefit) | - | | _ | 9,723 | _ |
| Net Income (Loss) | (3,52 | 1) — | | 27,777 | |
| Income (Loss) Available for Common Stock | \$ (3,52 | 1) \$ | <u> </u> | \$ 27,777 | <u> </u> |

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

Exhibit A-2
Unaudited Statements of Income
For the year ended March 31, 2019

| | eka Energy ompany | Midway Power, LLC | Natural Gas Corporation of California | Alaska Gas Exploration Associates |
|---|----------------------|----------------------|---|---|
| Electric | \$ _ : | \$ | \$ | \$ |
| Natural gas | | | | |
| Total operating revenues | | _ | _ | _ |
| Operating Expenses | | | | |
| Cost of electricity | _ | _ | _ | _ |
| Cost of natural gas | _ | _ | _ | _ |
| Operating and maintenance | 45,514 | _ | _ | _ |
| Depreciation, amortization, and decommissioning Total operating expenses | 45,514 | | | |
| Operating Income (Loss) | (45,514) | _ | _ | _ |
| Interest income | _ | _ | _ | _ |
| Interest expense | _ | _ | _ | _ |
| Other income, net | _ | _ | _ | _ |
| Income (Loss) Before Income Taxes | (45,514) | _ | _ | _ |
| Income tax provision (benefit) | _ | _ | _ | _ |
| Net Income (Loss) | (45,514) | _ | _ | |
| Income (Loss) Available for Common Stock | \$ (45,514) | <u> </u> | <u> </u> | <u> </u> |

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 12

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

of 22

For the year ended March 31, 2019

Debtor Name

| | ic Energy Company | Fuelco LLC | Standard Pacific Gas Line Incorporated | STARS Alliance LLC |
|---|----------------------|------------|--|--|
| Electric | \$ _ \$ | | \$ | \$ |
| Natural gas | _ | _ | 106,139 | _ |
| Total operating revenues | | | 106,139 | _ |
| Operating Expenses | | | | |
| Cost of electricity | 29,209 | _ | _ | _ |
| Cost of natural gas | _ | _ | _ | _ |
| Operating and maintenance | 1,292 | _ | 135,265 | _ |
| Depreciation, amortization, and decommissioning | | | 283,069 | |
| Total operating expenses | 30,501 | | 418,333 | |
| Operating Income (Loss) | (30,501) | _ | (312,194) | _ |
| Interest income | _ | _ | _ | _ |
| Interest expense | _ | _ | _ | _ |
| Other income, net | | _ | | |
| Income (Loss) Before Income Taxes | (30,501) | _ | (312,194) | _ |
| Income tax provision (benefit) | <u> </u> | | | |
| Net Income (Loss) | (30,501) | | (312,194) | |
| Income (Loss) Available for Common Stock | \$ (30,501) \$ | | \$ (312,194) | <u>s </u> |

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 13

page 13

of 22

Exhibit A-2 **Unaudited Statements of Income** For the year ended December 31, 2018

| | PCG C | apital, Inc | Pacific Energy Capital IV, LLC | PG&E Corporation Support Services, Inc. | PG&E Corporation Support Services II, Inc. | PG&E National Energy Group, LLC |
|---|-------|-------------|--|--|---|---------------------------------------|
| Electric | \$ | | \$ | <u> </u> | \$ 150,000 | \$ |
| Natural gas | | _ | | | | |
| Total operating revenues | | _ | _ | _ | 150,000 | _ |
| Operating Expenses | | | | | | |
| Cost of electricity | | _ | _ | _ | _ | _ |
| Cost of natural gas | | _ | _ | _ | _ | _ |
| Operating and maintenance | | 14,147 | _ | 6,966 | (2,300) | _ |
| Depreciation, amortization, and decommissioning | | _ | _ | _ | 2,300 | _ |
| Total operating expenses | | 14,147 | _ | 6,966 | _ | _ |
| Operating Income (Loss) | | (14,147) | _ | (6,966) | 150,000 | _ |
| Interest income | | _ | _ | _ | _ | _ |
| Interest expense | | _ | _ | _ | _ | _ |
| Other income, net | | _ | _ | _ | _ | _ |
| Income (Loss) Before Income Taxes | | (14,147) | _ | (6,966) | 150,000 | |
| Income tax provision (benefit) | | (3,959) | _ | _ | 39,432 | _ |
| Net Income (Loss) | | (10,188) | _ | (6,966) | 110,568 | _ |
| Preferred stock dividend requirement | | _ | _ | _ | _ | _ |
| Income (Loss) Available for Common Stock | \$ | (10,188) | <u>s </u> | \$ (6,966) | \$ 110,568 | s – |

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 14

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

PG&E Corporation; Pacific Gas and Electric Company Case number 19-30088 (DM)

Exhibit A-2
Unaudited Statements of Income
For the year ended December 31, 2018

Debtor Name

| | reka Energy Company | Midway Power, LLC | Natural Gas Corporation of California | Alaska Gas Exploration Associates |
|---|------------------------|----------------------|---|---|
| Electric | \$ 328,650 | <u> </u> | \$ | \$ |
| Natural gas | | | | |
| Total operating revenues | 328,650 | _ | _ | _ |
| Operating Expenses | | | | |
| Cost of electricity | _ | _ | _ | _ |
| Cost of natural gas | _ | _ | _ | _ |
| Operating and maintenance | 414,679 | 27,226 | _ | _ |
| Depreciation, amortization, and decommissioning | 7,051 | _ | _ | _ |
| Total operating expenses | 421,730 | 27,226 | | _ |
| Operating Income (Loss) | (93,081) | (27,226) | _ | _ |
| Interest income | _ | _ | _ | _ |
| Interest expense | _ | _ | _ | _ |
| Other income, net | _ | _ | _ | _ |
| Income (Loss) Before Income Taxes | (93,081) | (27,226) | | |
| Income tax provision (benefit) | (26,044) | _ | _ | _ |
| Net Income (Loss) | (67,037) | (27,226) | | |
| Preferred stock dividend requirement | <u> </u> | | | |
| Income (Loss) Available for Common Stock | \$ (67,037) | \$ (27,226) | s — | s — |

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 15

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

of 22

Exhibit A-2
Unaudited Statements of Income
For the year ended December 31, 2018

| | | ific Energy Is Company | Fuelco LLC | Standard Pacific Gas Line Incorporated | STARS Alliance LLC |
|---|----------|---------------------------|------------|--|--|
| Electric | \$ | _ | \$ | \$ | \$ |
| Natural gas | | _ | _ | 1,633,514 | _ |
| Total operating revenues | | | | 1,633,514 | _ |
| Operating Expenses | | | | | |
| Cost of electricity | | 474,631 | _ | _ | _ |
| Cost of natural gas | | _ | _ | _ | _ |
| Operating and maintenance | | 4,809 | _ | 1,558,230 | _ |
| Depreciation, amortization, and decommissioning | | _ | _ | 1,131,642 | |
| Total operating expenses | | 479,440 | _ | 2,689,872 | _ |
| Operating Income (Loss) | | (479,440) | _ | (1,056,357) | _ |
| Interest income | | _ | _ | _ | _ |
| Interest expense | | (4,263) | _ | _ | _ |
| Other income, net | | _ | _ | _ | _ |
| Income (Loss) Before Income Taxes | <u> </u> | (475,177) | _ | (1,056,357) | _ |
| Income tax provision (benefit) | | (72,892) | _ | _ | _ |
| Net Income (Loss) | • | (402,286) | _ | (1,056,357) | _ |
| Preferred stock dividend requirement | | _ | _ | | |
| Income (Loss) Available for Common Stock | \$ | (402,286) | <u> </u> | \$ (1,056,357) | <u>s </u> |

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 16

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

of 22

Exhibit A-3: Statement of Cash Flows for [Name of Controlled Non-Debtor Entity] for period ending [date]

N/A

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability page **17**

Exhibit A-4: Statement of Changes in Shareholders'/Partners' Equity (Deficit) for period ending 12/31/18

Exhibit A-4 Valuation Estimate As of March 31, 2019 and December 31, 2018

| | | Net Book Value at | | | |
|---|------------------------|-------------------|-------------------|----------------------|--|
| Name of Entity | Interest of the Estate | | March 31, 2019 | December 31, 2018 | |
| PCG Capital, Inc (Formerly PG&E Ventures, Inc.) | 100% | \$ | 19,477,449 | \$ 19,480,970 | |
| Pacific Energy Capital IV, LLC | 100% | | _ | _ | |
| PG&E Corporation Support Services, Inc. | 100% | | (2,644) | (2,644) | |
| PG&E Corporation Support Services II, Inc. | 100% | | (451,676) | (456,277) | |
| PG&E National Energy Group, LLC | 100% | | _ | _ | |
| Eureka Energy Company | 100% | | 3,645,776 | 3,691,290 | |
| Midway Power, LLC | 100% | | 4,438,677 | 4,438,677 | |
| Morro Bay Mutual Water Company | Member | | N/A (1) | N/A (1) | |
| Moss Landing Mutual Water Company | Member | | $N/A^{(1)}$ | N/A (1) | |
| Natural Gas Corporation of California | 100% | | _ | _ | |
| Alaska Gas Exploration Associates | 50% | | _ | _ | |
| Pacific Energy Fuels Company | 100% | | _ | (201,741) | |
| Fuelco LLC | 50% | | _ | _ | |
| Standard Pacific Gas Line Incorporated | 85.71% | | 20,495,473 | 20,807,667 | |
| STARS Alliance LLC | 25% | \$ | _ : | \$ | |

⁽¹⁾ Third-party members declined the Debtors' request to publish financial information for this entity.

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 18

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability



Exhibit B: Description of Operations

Description of Operations

| Name of Entity | Description of Operations |
|---|---|
| PCG Capital, Inc (Formerly PG&E Ventures, Inc.) Pacific Energy Capital IV, LLC | Formed for the purpose of holding interests in other businesses, financing and other transactions. Rule IIB Affiliate (CPUC). Formed to establish and manage a portfolio of passive financial |
| <i>53</i> 1 , | investments in growing energy companies. Rule IIB Affiliate. |
| PG&E Corporation Support Services, Inc. | A wholly-owned subsidiary of PG&E Corporation that provides general corporate support services to PG&E Corporation and certain of its subsidiaries Rule II. B Affiliate (CPUC). |
| PG&E Corporation Support Services II, Inc. | A wholly-owned subsidiary of PG&E Corporation that provides general corporate support services, to PG&E Corporation and its subsidiaries outside the State of California. |
| PG&E National Energy Group, LLC | Formed for the limited purpose of holding stock in National Energy & Gas Transmission, Inc. (Equity interest in PG&E National Energy Group, Inc. [NEGT] dissolved through bankruptcy on 10/29/04). |
| Eureka Energy Company | Holds the Marre Ranch property in San Luis Obispo County. |
| * Midway Power, LLC | A direct subsidiary of Pacific Gas and Electric Company formed to be the ownership entity for real estate and licenses for a suspended development project, pursuant to a purchase and sale agreement dated July 17, 2008. |
| * Morro Bay Mutual Water Company | Non-profit mutual benefit corporation. Formed to jointly hold property rights such as easements in connection with the divestiture of the Morro Bay Power Plant. |
| * Moss Landing Mutual Water Company | Non-profit mutual benefit corporation. Formed to jointly hold property rights such as easements in connection with the divestiture of the Moss Landing Power Plant. |
| * Natural Gas Corporation of California | Acts as the vehicle for the amortization of the remaining GEDA (Gas Exploration Development Account) assets. |
| Alaska Gas Exploration Associates | To explore for, develop, produce, acquire, and market oil and gas reserves in the Cook Inlet area of Alaska, pursuant to the CPUC's GEDA procedures applicable to the respective partners, to support the South Alaska LNG project. Currently inactive Rule II. B Affiliate (CPUC). |
| * Pacific Energy Fuels Company | A wholly-owned PG&E subsidiary created to own and finance nuclear fuel inventory previously owned by Pacific Energy Trust. Currently inactive Rule II. B Affiliate (CPUC). |
| Fuelco LLC | Joint Venture LLC formed between Union Electric Company d/b/a Ameren Missouri, and Pacific Energy Fuels Company for purposes of sharing costs and reducing fuel acquisition costs Rule II. B Affiliate (CPUC). |
| * Standard Pacific Gas Line Incorporated | Transportation of natural gas in California; Chevron Pipe Line Company owns 14.29% interest. |
| * STARS Alliance LLC | An alliance of Pacific Gas and Electric Company, and three other nuclear plant operators. Formed to increase efficiency and reduce costs related to the operation of the members' nuclear generation facilities. Rule II.B. Affiliate (CPUC). |

^{*} Subsidiary of Pacific Gas and Electric Company

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability page 19

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 19



Exhibit C: Description of Intercompany Claims

The Debtors are working to identify claims, if any, between the Controlled Non-Debtor Entities and will supplement, modify, or amend this Periodic Report as necessary as such information becomes available.

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 20

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

of 22



Exhibit D: Allocation of Tax Liabilities and Assets

The Debtors allocate income tax liability between themselves, pursuant to a tax sharing agreement. To the extent non-debtors are active and owned by Debtors, they are included in the Debtors' tax sharing agreement. The tax sharing agreement will be provided to the U.S. Trustee upon request.

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 21

page **21**

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

of 22



Debtor Name

Exhibit E: Description of Controlled Non-Debtor Entity's payments of Administrative Expenses, or Professional Fees otherwise payable by a Debtor

The Debtors are working to identify payments (or the occurrence of any obligations to make payments), if any, by a Controlled Non-Debtor Entity of claims, administrative expenses, or professionals fees that have been or could be asserted against either of the Debtors and will supplement, modify, or amend this Periodic Report as necessary as such information becomes available.

Case: 19-30088 Doc# 1845 Filed: 05/03/19 Entered: 05/03/19 18:15:16 Page 22

Official Form 426 Periodic Report About Controlled Non-Debtor Entities' Value, Operations, and Profitability

of 22